

PLEASE TAKE NOTICE that pursuant to their authority under the terms of the confirmed and effective Plan, the Wind-Down Debtors have resolved any future objections to the proofs of claim filed by Bandalier Inc. pursuant to the terms of the *Stipulation Resolving Proofs of Claim filed by Bandalier Inc.* attached hereto.

[Remainder of page intentionally left blank]

Dated: February 14, 2024

/s/ Daniel M. Stolz

GENOVA BURNS LLC

Daniel M. Stolz, Esq.
Donald W. Clarke, Esq.
110 Allen Rd., Suite 304
Basking Ridge, NJ 07920
(973) 230-2095
DStolz@genovaburns.com
DClarke@genovaburns.com

Local Counsel to the Plan Administrator

HAYNES AND BOONE, LLP

Richard S. Kanowitz, Esq. (NJ Bar No. 047911992)
Lauren M. Sisson, Esq. (NJ Bar No. 394182022)
30 Rockefeller Plaza, 26th Floor
New York, New York 10112
(212) 659-7300
richard.kanowitz@haynesboone.com
lauren.sisson@haynesboone.com

Attorneys for the Plan Administrator

BROWN RUDNICK LLP

Kenneth J. Aulet, Esq. (admitted *pro hac vice*)
Seven Times Square
New York, New York 10036
(212) 209-4800
kaulet@brownrudnick.com

BROWN RUDNICK LLP

Tristan Axelrod, Esq. (admitted *pro hac vice*)
One Financial Center
Boston, MA 02111
(617)856-8300
taxelrod@brownrudnick.com

General Counsel to the Plan Administrator

STIPULATION RESOLVING PROOFS OF CLAIM FILED BY BANDALIER INC.

This stipulation (the “Stipulation”) is entered into by BlockFi Inc. and its debtor affiliates (collectively, “BlockFi” or the “Wind-Down Debtors,” or referred to in the past tense as the “Debtors”),³ as managed by the Plan Administrator, in the above-referenced Chapter 11 cases (the “Chapter 11 Cases”), and Bandalier Inc. (“Bandalier”). BlockFi and Bandalier are each a “Party” and collectively, the “Parties.”

RECITALS

WHEREAS, BlockFi are debtors in the Chapter 11 cases jointly administered under the case styled *In re BlockFi, Inc., et. al*, Case No. 22-19361 (MBK), pending in the United States Bankruptcy Court for the District of New Jersey (the “Bankruptcy Court”);

WHEREAS, Bandalier timely filed Claim Nos. 10540, 12806, and 13638 in the Chapter 11 Cases asserting claims against BlockFi Inc. (the “Bandalier Claims”);

WHEREAS, the Plan provides that the Wind-Down Debtors have the sole authority to settle or compromise any Disputed Claim⁴ without any further notice to or action, order, or approval by the Bankruptcy Court. Plan, Art. VII § B.

WHEREAS, the Parties wish to avoid objections to the Bandalier Claims and instead to resolve the Bandalier Claims based on the agreed terms set forth below.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and among the undersigned counsel for the Parties, as follows:

³ The Wind-Down Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Wind-Down Debtors’ service address is c/o M3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019.

⁴ Capitalized terms used herein but not defined shall have the meanings ascribed to them in the Plan.

1. Recitals Incorporated. The recitals and paragraphs set forth above are hereby incorporated in full and made part of this Stipulation.

2. Bandalier Claims. The Bandalier Claims shall be modified and Allowed in Class 4-c as BlockFi Inc General Unsecured Claims, or disallowed and expunged according to the chart below.

Claim No.	Action	Final Claim Status	Claim Entity and Amount
#13638	Modify	Allowed	BlockFi Inc. \$623,888.08
#12806	Expunge	Expunged	N/A
#10540	Expunge	Expunged	N/A

3. No Additional Amendments, Modifications, or Objections. Bandalier agrees that they shall not file any additional claims in these Chapter 11 Cases (other than any claims under Section 502(h) of the Bankruptcy Code or as contemplated under Bankruptcy Rule 3002(c)(3)), nor seek leave to amend any of the proofs of claim resolved hereunder. The Wind-Down Debtors agree that they shall not, with or without leave of Court, further modify or expunge any of the Bandalier Claims resolved hereunder after directing Kroll Restructuring Administration, LLC (the “Claims and Servicing Agent”) to take the actions necessary to modify or expunge the Bandalier Claims as indicated in the table above.

4. Jurisdiction. The Bankruptcy Court shall retain jurisdiction to hear and determine matters arising from or relating to the implementation, interpretation, and enforcement of this Stipulation. Each Party expressly waives any right to commence any action regarding such matters in any other forum.

5. Entire Agreement. This Stipulation constitutes the entire agreement among the Parties, and may not be changed, modified, or altered in any manner, except in writing, signed by each Party.

6. Authorization. Each person who executes this Stipulation on behalf of a Party

hereto represents that he or she is duly authorized to execute this Stipulation on behalf of such Party.

7. Execution in Counterparts. This Stipulation may be executed in one or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. Any signature delivered by a Party electronically shall be deemed an original signature hereto.

[Signature page follows]

STIPULATED AND AGREED TO BY:

Dated: February 14, 2024

<u>/s/ Susan Adler</u> Susan Adler, Esq. 630 Third Avenue New York, NY 10017 Telephone: 212-867-9595 Email: susannycsa@gmail.com <i>Counsel to Bandalier Inc.</i>	<u>/s/ Daniel M. Stolz</u> GENOVA BURNS LLC Daniel M. Stolz, Esq. Donald W. Clarke, Esq. 110 Allen Rd., Suite 304 Basking Ridge, NJ 07920 (973) 230-2095 DStolz@genovaburns.com DClarke@genovaburns.com <i>Local Counsel to the Plan Administrator</i> HAYNES AND BOONE, LLP Richard S. Kanowitz, Esq. (NJ Bar No. 047911992) Lauren M. Sisson, Esq. (NJ Bar No. 394182022) 30 Rockefeller Plaza, 26th Floor New York, New York 10112 (212) 659-7300 richard.kanowitz@haynesboone.com lauren.sisson@haynesboone.com <i>Attorneys for the Plan Administrator</i> BROWN RUDNICK LLP Kenneth J. Aulet, Esq. (admitted pro hac vice) Seven Times Square New York, New York 10036 (212) 209-4800 kaulet@brownrudnick.com BROWN RUDNICK LLP Tristan Axelrod, Esq. (admitted pro hac vice) One Financial Center Boston, MA 02111 (617)856-8300 taxelrod@brownrudnick.com <i>General Counsel to the Plan Administrator</i>
---	---